

# EXHIBIT 68-1



STAVATTI™

AEROSPACE

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STAVATTI AEROSPACE LTD

**PROMISSORY NOTE**

For value received, the undersigned Stavatti Aerospace Ltd (the Borrower) at 9400 Porter Road, Niagara Falls, NY 14304 promise to pay **Valentino Demitriov** (the Lender) at 4525 Dean Martin Dr, #1400, Las Vegas NV 89103 a total sum of \$1,000,000.00 (Amount) with 500% (5x) Return. Borrower and Lender both agree to the following terms and conditions:

**TERMS AND CONDITIONS****Promise to Pay:**

Within forty-eight (48) months consisting of one interest payment on the one year anniversary of the loan date, Borrower promises to pay the Principal Sum of \$1,000,000.00 on the FIFO (first in first out) Basis. **Liability:**

Stavatti Aerospace Ltd/the Borrower is liable for paying back the following full amount

**Details of Loans: Agreed Between Borrower and Lender:**

February 25, 2022	\$1,000,000.00	(5x) \$5,000,000.00	Within 48 Months
Cell A: Date of Loan	Cell B: Amount of Loan (\$ USD)	Cell C: Profit Participation	Cell D: Date of Repayment

**Payment of Loan:**

Terms: Payment shall be made on a quarterly basis as the project progresses. The start date will be announced after the commencement of the project launch date.

Total Profit Participation: \$5,000,000.00 Five Million

Principal Payment: \$1,000,000.00 One Million

Principal amount to be paid in full on May 1, 2022

**Collateral:**

A) In the Second Instance Stavatti Aerospace Ltd/the Borrower shall offer the option to own 1,000,000 shares of stock (Preferred Stock) in Stavatti Aerospace Ltd or have this note convertible to 1,000,000 shares of stock "for the duration of time in which the Lenders Principal is in use. Once Stavatti Aerospace Ltd/the Borrower repays the Lender the full principal amount of \$1,000,000.00 (FIFO) back, the (Preferred Stock) in Stavatti Aerospace Ltd. is released, and returned back to the company (Stavatti Aerospace Ltd.). This Stock Option/Conversion Option releases the First Right Collateral Provision (A).



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## Governance

This Note shall be governed by, and construed and enforced in accordance with, the laws of the State of New York within the county of Niagara.

## Notices

All notices or other communications shall be in writing and shall be delivered by hand or mailed by registered or certified mail, or by email with recipient verification to the undersigned at the address set forth after his name and signature below, and to the Company at the following address: 9400 Porter Road, Niagara Falls, NY 14304 USA with an email address of aerospace@stavatti.com.

IN WITNESS WHEREOF This Note has been Accepted by As of the Following Effective Date:

Mr. Valentino Demitriov

Stavatti Aerospace Ltd

(SIGNATURE)

Valentino Demitriov

(PRINT NAME)

(PRINT TITLE)

4525 Dean Martin Dr, #1400

(MAILING ADDRESS)

Las Vegas NV 89103

(CITY-STATE-ZIP CODE)

(602) 809-0909

(PHONE)

valentino101@msm.com

(Email)

2/27/2022

(ACCEPTED AND EFFECTIVE DATE)

(SIGNATURE)

Christopher R. Beskar

(PRINT NAME)

CEO

(PRINT TITLE)

9400 Porter Road

(MAILING ADDRESS)

Niagara Falls, NY 14304 USA

(CITY-STATE-ZIP CODE)

(651) 238-5369

(PHONE)

chris.beskar@stavatti.com

(Email)

27 Feb 2022

(DATE)

## STAVATTI AEROSPACE LTD

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Niagara Falls, NY  
14304 USA

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